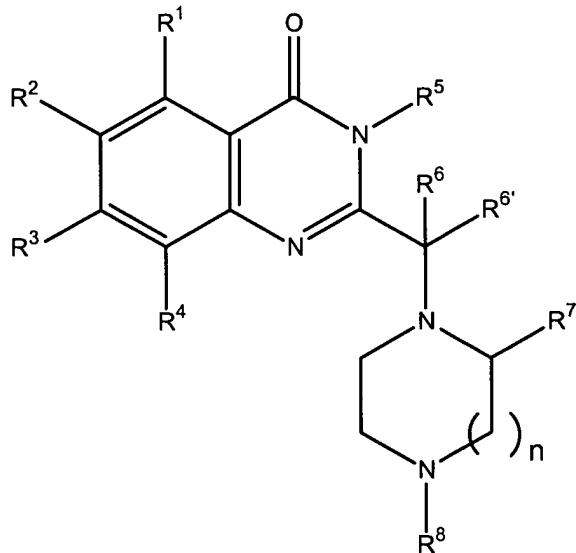


I CLAIM:

1. A compound selected from the group represented by Formula I:



Formula I

where:

R<sup>1</sup>, R<sup>2</sup>, R<sup>3</sup> and R<sup>4</sup> are independently hydrogen, hydroxy, optionally substituted alkyl, optionally substituted alkoxy, halogen or cyano;

R<sup>5</sup> is hydrogen, optionally substituted alkyl, optionally substituted aryl, or optionally substituted aralkyl;

R<sup>6</sup> and R<sup>6'</sup> are independently hydrogen, optionally substituted alkyl, optionally substituted aryl, optionally substituted aralkyl, optionally substituted heteroaryl or optionally substituted heteroaralkyl, or R<sup>6</sup> and R<sup>6'</sup> taken together form a 3- to 7-membered non-aromatic carbocyclic or heterocyclic ring;

R<sup>7</sup> is optionally substituted alkyl, optionally substituted aryl or optionally substituted aralkyl;

R<sup>8</sup> is hydrogen, optionally substituted alkyl, optionally substituted aryl or optionally substituted aralkyl; and

n is 1 or 2,

or a pharmaceutically acceptable salt or solvate thereof.

2. The compound of Claim 1 comprising one or more of the following:

R<sup>1</sup>, R<sup>2</sup>, R<sup>3</sup> and R<sup>4</sup> are independently hydrogen, chloro, fluoro, methyl, methoxy, cyano or substituted lower alkyl;

R<sup>5</sup> is aralkyl or substituted aralkyl;

R<sup>6</sup> is C<sub>3</sub> to C<sub>5</sub> lower alkyl;  
R<sup>6</sup> is hydrogen;  
R<sup>7</sup> is phenyl, lower alkyl-phenyl, lower alkoxy-phenyl, halo-phenyl, benzyl, phenylvinyl, phenoxy lower alkyl, substituted benzyl, substituted phenylvinyl, or substituted phenoxy lower alkyl  
R<sup>8</sup> is hydrogen or lower alkyl; and  
n is one.

3. The compound of Claim 2 comprising one or more of the following:  
R<sup>1</sup>, R<sup>2</sup>, R<sup>3</sup> and R<sup>4</sup> are independently hydrogen, chloro, fluoro, methyl, methoxy or cyano;  
R<sup>5</sup> is benzyl or substituted benzyl;  
R<sup>6</sup> is *i*-propyl, *c*-propyl or *t*-butyl;  
R<sup>7</sup> is optionally substituted aryl or aralkyl; and  
R<sup>8</sup> is hydrogen or methyl.
4. The compound of Claim 3 comprising one or more of the following:  
R<sup>1</sup>, R<sup>2</sup>, R<sup>3</sup> and R<sup>4</sup> are hydrogen, or three of R<sup>1</sup>, R<sup>2</sup>, R<sup>3</sup> and R<sup>4</sup> are hydrogen and the fourth is halo, methoxy, methyl or cyano;  
R<sup>5</sup> is benzyl;  
R<sup>6</sup> is *i*-propyl;  
R<sup>7</sup> is optionally substituted aryl; and  
R<sup>8</sup> is hydrogen.
5. The compound of Claim 4 where n is one.
6. The compound of Claim 5 where: R<sup>1</sup>, R<sup>2</sup> and R<sup>4</sup> are hydrogen and R<sup>3</sup> is hydrogen or chloro.
7. The compound of Claim 1 where R<sup>7</sup> is *p*-tolyl.
8. The compound of Claim 2 where R<sup>7</sup> is *p*-tolyl.
9. The compound of Claim 3 where R<sup>7</sup> is *p*-tolyl.

10. The compound of Claim 4 where R<sup>7</sup> is *p*-tolyl.

11. The compound of Claim 5 where R<sup>7</sup> is *p*-tolyl.

12. The compound of Claim 6 where R<sup>7</sup> is *p*-tolyl.

13. The compound of Claim 1, selected from:

3-benzyl-7-chloro-2-[1-(2-*p*-tolyl-piperazin-1-yl)-propyl]-3H-quinazolin-4-one;

(±)-3-benzyl-7-chloro-2-[2-methyl-1-(2-*p*-tolyl-piperazin-1-yl)-propyl]-3H-quinazolin-4-one,

3-benzyl-7-chloro-2-[1-(7-phenyl-[1,4]diazepan-1-yl)-propyl]-3H-quinazolin-4-one;

(±)-3-benzyl-7-chloro-2-[2-methyl-1-(7-phenyl-[1,4]diazepan-1-yl)-propyl]-3H-quinazolin-4-one;

3-benzyl-2-[1-(2-*p*-tolyl-piperazin-1-yl)-propyl]-3H-quinazolin-4-one;

(±)-3-benzyl-2-[2-methyl-1-(2-*p*-tolyl-piperazin-1-yl)-propyl]-3H-quinazolin-4-one,

3-benzyl-2-[1-(7-phenyl-[1,4]diazepan-1-yl)-propyl]-3H-quinazolin-4-one; and

(±)-3-benzyl-2-[2-methyl-1-(7-phenyl-[1,4]diazepan-1-yl)-propyl]-3H-quinazolin-4-one.

14. The compound of Claim 1, selected from:

3-benzyl-7-chloro-2-[1-(2-*p*-tolyl-piperazin-1-yl)-propyl]-3H-quinazolin-4-one;

(±)-3-benzyl-7-chloro-2-[2-methyl-1-(2-*p*-tolyl-piperazin-1-yl)-propyl]-3H-quinazolin-4-one,

3-benzyl-2-[1-(2-*p*-tolyl-piperazin-1-yl)-propyl]-3H-quinazolin-4-one; and

(±)-3-benzyl-2-[2-methyl-1-(2-*p*-tolyl-piperazin-1-yl)-propyl]-3H-quinazolin-4-one.

15. The compound of Claim 1, selected from:

3-benzyl-7-chloro-2-[1-(2-*p*-tolyl-piperazin-1-yl)-propyl]-3H-quinazolin-4-one; and

3-benzyl-2-[1-(2-*p*-tolyl-piperazin-1-yl)-propyl]-3H-quinazolin-4-one.

16. A pharmaceutical formulation comprising a pharmaceutically acceptable excipient and an effective amount of a compound of any of Claims 1-15.

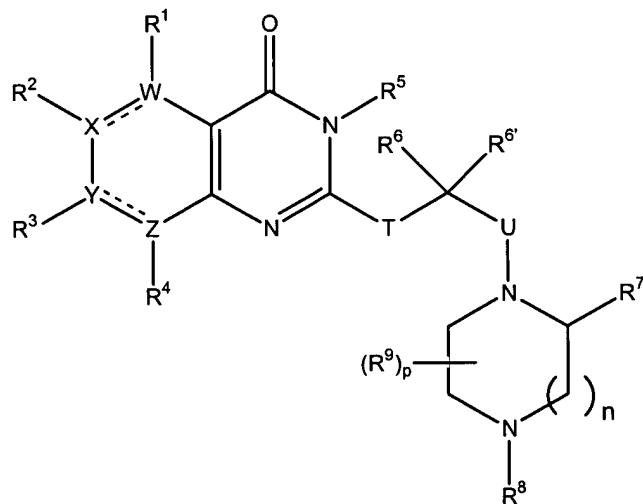
17. A method of treatment comprising administering an effective amount of a compound of any of Claims 1-15 to a patient suffering from a cellular proliferative disease.

18. The method of Claim 17 wherein the cellular proliferative disease is cancer, hyperplasia, restenosis, cardiac hypertrophy, an immune disorder or inflammation.

19. A method of treatment for a cellular proliferative disease comprising administering to a patient suffering therefrom a compound of Claim 1 in an amount sufficient to modulate KSP kinesin activity in cells affected with the disease.

20. A kit comprising a compound of any of Claims 1-15 and a package insert or other labeling including directions for treating a cellular proliferative disease by administering an effective amount of said compound.

21. A compound of the group represented by Formula II:



Formula II

where:

R<sup>1</sup>, R<sup>2</sup>, R<sup>3</sup> and R<sup>4</sup> are independently hydrogen, hydroxy, optionally substituted alkyl, optionally substituted alkoxy, halogen or cyanol, provided that R<sup>1</sup>, R<sup>2</sup>, R<sup>3</sup> or R<sup>4</sup> is absent where W, X, Y or Z, respectively, is -N=, O, S or absent;

R<sup>5</sup> is hydrogen, optionally substituted alkyl, optionally substituted aryl, or optionally substituted aralkyl;

R<sup>6</sup> and R<sup>6'</sup> are independently hydrogen, optionally substituted alkyl, optionally substituted aryl, optionally substituted aralkyl, optionally substituted heteroaryl or optionally substituted heteroaralkyl, or R<sup>6</sup> and R<sup>6'</sup> taken together form a 3- to 7-membered non-aromatic carbocyclic or heterocyclic ring;

R<sup>7</sup> is optionally substituted alkyl, optionally substituted aryl or optionally substituted aralkyl;

R<sup>8</sup> is hydrogen, optionally substituted alkyl, optionally substituted aryl or optionally substituted aralkyl;

$R^9$  is independently optionally substituted alkyl, optionally substituted aryl or optionally substituted aralkyl;

T and U are independently a covalent bond or optionally substituted lower alkylene;

W, X, Y and Z are independently N, C, CH, O, S or absent, provided that:

- no more than one of W, X, Y or Z is absent,
- no more than two of W, X, Y and Z are  $-N=$ , and
- W, X, Y or Z can be O or S only when one of W, X, Y or Z is absent;

n is 1 or 2; and

p is 0 to 9,

or a pharmaceutically acceptable salt or solvate thereof.

22. The compound of Claim 21 comprising one or more of the following:

$R^1$ ,  $R^2$ ,  $R^3$  and  $R^4$  are independently hydrogen, chloro, fluoro, methyl, methoxy, cyano or substituted lower alkyl;

$R^5$  is aralkyl or substituted aralkyl;

$R^6$  is  $C_3$  to  $C_5$  lower alkyl;

$R^6'$  is hydrogen;

$R^7$  is phenyl, lower alkyl-phenyl, lower alkoxy-phenyl, halo-phenyl, benzyl, phenylvinyl, phenoxy lower alkyl, substituted benzyl, substituted phenylvinyl, or substituted phenoxy lower alkyl

$R^8$  is hydrogen or lower alkyl;

one or both of T and U is a covalent bond;

W, X, Y and Z are independently  $-C=$  or  $-N=$ ;

n is one; and

p is zero.

23. The compound of Claim 22 comprising one or more of the following:

$R^1$ ,  $R^2$ ,  $R^3$  and  $R^4$  are independently hydrogen, chloro, fluoro, methyl, methoxy or cyano;

$R^5$  is benzyl or substituted benzyl;

$R^6$  is *i*-propyl, *c*-propyl or *t*-butyl;

$R^7$  is optionally substituted aryl or aralkyl; and

$R^8$  is hydrogen or methyl.

24. The compound of Claim 23 where both T and U are covalent bonds.

25. The compound of Claim 21 where R<sup>7</sup> is *p*-tolyl.
26. A pharmaceutical formulation comprising a pharmaceutically acceptable excipient and an effective amount of a compound of any of Claims 21-25.
27. A method of treatment comprising administering an effective amount of a compound of any of Claims 21-25 to a patient suffering from a cellular proliferative disease.
28. The method of Claim 27 wherein the cellular proliferative disease is cancer, hyperplasia, restenosis, cardiac hypertrophy, an immune disorder or inflammation.
29. A method of treatment for a cellular proliferative disease comprising administering to a patient suffering therefrom a compound of Claim 21 in an amount sufficient to modulate KSP kinesin activity in cells affected with the disease.
30. A kit comprising a compound of any of Claims 21-25 and a package insert or other labeling including directions for treating a cellular proliferative disease by administering an effective amount of said compound.